

50-275/323

Thomas Lumsden  
PricewaterhouseCoopers LLP /FTI Consulting Inc.  
199 Fremont Street  
San Francisco, CA 94105  
Telephone: (415) 498-5000  
Facsimile: (415) 498-6699

**FILED**

SEP 3 0 2002

UNITED STATES BANKRUPTCY COURT  
SAN FRANCISCO, CA

Accountants and Financial Advisors for Official  
Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

In re

PACIFIC GAS AND ELECTRIC  
COMPANY, a California corporation,

Debtor.

Case No. 01-30923 DM

Chapter 11 Case

[No Hearing Scheduled]

Federal I.D. No. 94-0742640

PRICEWATERHOUSECOOPERS LLP/FTI CONSULTING INC. COVER SHEET  
APPLICATION FOR ALLOWANCE AND PAYMENT OF INTERIM  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
AUGUST 1, 2002 TO AUGUST 31, 2002

As previously disclosed to this Court through the Eighth Supplemental Declaration of Mr. Thomas E. Lumsden, on August 30, 2002 (the "Closing Date"), the Business Recovery Services practice (the "BRS Practice") of PricewaterhouseCoopers LLP ("PwC") was transferred to FTI Consulting, Inc. ("FTI"). This transfer included the business, receivables and employees comprising the BRS Practice of PwC. Effective upon the Closing Date, Mr. Lumsden, as well as all of the BRS Practice professionals working on behalf of the Committee in this matter became employees of FTI.

As will be more fully disclosed in FTI's retention pleadings, which are expected to be filed in these proceedings shortly, subject to Court approval FTI, as successor to the BRS

1 Practice, will be responsible for filing appropriate fee applications regarding previously  
2 unbilled services provided by PricewaterhouseCoopers LLP ("PwC") prior to the Closing  
3 Date. Further, FTI will be entitled to all payments to be made by the Debtors after the  
4 Closing Date for any outstanding receivables related to BRS services. As such, as outlined  
5 above, PwC/FTI (the "Firm") submits its Cover Sheet Application (the "Application") for  
6 Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the  
7 Period August 1, 2002 to August 31, 2002 (the "Application Period"). In support of the  
8 Application, the Firm respectfully represents as follows:

9 1. The Firm is Accountants and Financial Advisors to the Official Committee  
10 of Unsecured Creditors. The Firm hereby applies to the Court for allowance and payment of  
11 interim compensation for services rendered and reimbursement of expenses incurred during  
12 the Application Period.

13 2. The Firm billed a total of \$149,220 in fees and expenses during the  
14 Application Period. The Total fees represent 316.2 hours expended during the Application  
15 Period. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
August 1, 2001 -	\$140,978	\$8,018	\$148,996
August 31, 2002			

20 3. Accordingly, the Firm seeks allowance of interim compensation in the total  
21 amount of \$127,849 at this time. This total is comprised as follows:  
22 \$119,831 (85% of the fees for services rendered)<sup>1</sup> plus \$8,018 (100% of the expenses  
23 incurred).

24  
25  
26  
27  
28 <sup>1</sup>Payment of this amount would result in a "holdback" of \$21,147

4. For the post-petition period, the Firm has been paid to date as follows:

Application Period	Amount Applied For	Description	Amount Paid
First (April 11, 2001 – May 31, 2001)	\$803,642	90% of fees and 100% of expenses	\$803,642
Second (June 1, 2001 – July 31, 2001)	\$870,002	90% of fees and 100% of expenses	\$870,002
First Interim Fee Application	\$2,408	10% fee holdback (\$179,012) net of PricewaterhouseCoopers LLP and Court Adjustments (\$176,604)	\$2,408
Third (August 1, 2001 – August 30, 2001)	\$358,024	85% of fees and 100% of expenses	\$358,024
Fourth (September 1, 2001 – September 30, 2001)	\$293,871	85% of fees and 100% of expenses	\$293,871
Fifth (October 1, 2001 – October 31, 2001)	\$307,809	85% of fees and 100% of expenses	\$307,809
Sixth (November 1, 2001 – November 30, 2001)	\$215,596	85% of fees and 100% of expenses	\$215,596
Second Interim Fee Application	\$145,541	15% fee holdback (\$198,105) net of PricewaterhouseCoopers LLP adjustments (\$52,564)	\$145,541

Application Period	Amount Applied For	Description	Amount Paid
Seventh (December 1, 2001-December 31, 2001)	\$192,887	85% of fees and 100% of expenses	\$192,887
Eight (January 1, 2002- January 31, 2002)	\$223,013	85% of fees and 100% of expenses	\$223,013
Ninth (February 1, 2002 - February 28, 2002)	\$197,888	85% of fees and 100% of expenses	\$197,888
Tenth (March 1, 2002 - March 31, 2002)	\$189,814	85% of fees and 100% of expenses	\$189,814
Third Interim Fee Application	\$114,300	15% fee holdback (\$128,506) net of PricewaterhouseCoopers LLP write-offs (\$3,705) and expense adjustments (\$10,500)	\$114,300
Eleventh (April 1, 2002 - April 30, 2002)	\$185,003	85% of fees and 100% of expenses	\$185,003
Twelfth (May 1, 2002 - May 31, 2002)	\$183,784	85% of fees and 100% of expenses	\$183,784
Thirteenth (June 1, 2002 - June 30, 2002)	\$81,860	85% of fees and 100% of expenses	\$81,860
Fourteenth (July 1, 2002 - July 31, 2002)	\$204,553	85% of fees and 100% of expenses	\$204,553
Total Paid to the Firm to Date	\$4,569,995		\$4,569,995

1 5. To date, the Firm is owed as follows (excluding amounts owed pursuant to  
2 this Application).

3	4	5	6
	Application Period	Amount	Description
5	Eleventh (April 1, 2002 - April 30, 2002)	\$31,425	15% fee holdback
6	Twelfth (May 1, 2002 - May 31, 2002)	\$28,773	15% fee holdback
7	Thirteenth (June 1, 2002 - June 30, 2002)	\$13,981	15% fee holdback
8	Fourteenth (July 1, 2002 - July 31, 2002)	\$35,427	15% fee holdback
9	Total Owed to Firm to Date	\$109,606	

10 6. With regard to the copies of this Application served on counsel for the  
11 Committee, counsel for the Debtor and the Office of the United States Trustee, attached as  
12 Exhibit 1 hereto is the name of each professional who performed services in connection with  
13 this case during the period covered by this Application and the hourly rate for each such  
14 professional; and (b) attached as Exhibits 2-1 and 2-2 are the detailed time and expense  
15 statements for the Application Period that comply with all Northern District of California  
16 Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of the Office of  
17 the United States Trustee.

18 7. The Firm has served a copy of this Application (without Exhibits) on the  
19 Special Notice List in this case.

20 8. Pursuant to this Court's "ORDER ESTABLISHING INTERIM FEE  
21 APPLICATION AND EXPENSE REIMBURSEMENT PROCEDURE" which was entered  
22 on or about July 26, 2001, the Debtor is authorized to make the payment requested herein  
23 without a further hearing or order of this Court unless an objection to this Application is  
24 filed with the Court by the Debtor, the Committee or the United States Trustee and served by  
25 the fifteenth day of the month following the service of this Application. If such an objection  
26 is filed, Debtor is authorized to pay the amounts, if any, not subject to the objection. The  
27 Firm is informed and believes that this Cover Sheet Application was mailed by first class  
28

1 mail, postage prepaid, on or about September 30, 2002.

2 9. The interim compensation and reimbursement of expenses sought in this  
3 Application is on account and is not final. Upon the conclusion of this case, the Firm will  
4 seek fees and reimbursement of the expenses incurred for the totality of the services  
5 rendered in the case. Any interim fees or reimbursement of expenses approved by this Court  
6 and received by the Firm will be credited against such final fees and expenses as may be  
7 allowed by this Court.

8 10. The Firm represents and warrants that its billing practices comply with all  
9 Northern District of California Bankruptcy Local Rules and Compensation Guidelines and  
10 the Guidelines of the Office of the United States Trustee. Neither the Firm nor any members  
11 of the Firm has any agreement or understanding of any kind or nature to divide, pay over or  
12 share any portion of the fees or expenses to be awarded to the Firm with any other person or  
13 attorney except as among the members and associates of the Firm.

14  
15 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the Firm  
16 as requested herein pursuant to and in accordance with the terms of the 'ORDER  
17 ESTABLISHING INTERIM FEE APPLICATION AND EXPENSE REIMBURSEMENT  
18 PROCEDURE.'

19 Dated: September 30, 2002

PricewaterhouseCoopers LLP / ETI Consulting Inc.

20  
21 By: 

22 Thomas E. Lumsden,  
23 Senior Managing Director  
24  
25  
26  
27  
28

**Pacific Gas and Electric**  
**Summary of Time By Professional**  
**For the Period April 1, 2002 Through July 31, 2002**

Professional	Title	Time Total	Billing Rate	Fee Total
Dolan, Catherine	Paraprofessional	29.0	\$40/ 55	\$1,595
Hamilton, Mike	Partner	21.5	\$640/ 640	\$13,760
Ho, Rocky	Director	39.0	\$450/ 475	\$18,525
Kitchin, Jennifer	Manager	61.4	NA/ 425	\$26,095
Lumsden, Tom	Partner	73.7	\$595/ 595	\$43,852
Reiss, Freddie	Partner	23.7	\$595/ 595	\$14,102
Sin, Theresa	Associate	24.2	\$175/ 185	\$4,477
Young, Allison	Manager	43.7	\$375/ 425	\$18,573
<b>Totals</b>		<b>316.2</b>		<b>\$140,978</b>

**Pacific Gas and Electric**  
**Summary of Time By Task Code**  
**August 1, 2002 through August 31, 2002**

Task Code	Time Total	Fee Total
Bankruptcy Reporting/Operations	5.5	\$2,713
Cash Flow Analysis	6.9	\$3,264
Claims Analysis	11.9	\$4,010
CPUC Plan of Reorganization	29.8	\$17,217
CPUC Review	9.5	\$3,033
DWR Contracts/Analysis	11.1	\$5,831
Executory Contracts (QF)	2.5	\$1,188
Fee Application	35.8	\$3,579
FERC Review	6.2	\$3,095
Financial Statement Modeling	84.1	\$37,598
Financial Statements	1.1	\$468
General Committee Matters	6.3	\$3,612
OCC Plan of Reorganization	71.6	\$37,381
Plan of Reorganization/Negotiations	1.8	\$975
Subcommittee Matters	30.6	\$16,126
Travel Time	1.5	\$893
<b>Totals</b>	<b>316.2</b>	<b>\$140,978</b>



**Pacific Gas and Electric Time Reporting****Detail Reporting by Task Code****August 1, 2002 through August 31, 2002**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Billing Rate</b>	<b>Fees</b>	<b>Description</b>
<b>Task Code : Bankruptcy Reporting/Operations</b>					
Ho, Rocky	8/2/2002	0.5	\$475	\$237.50	Review scheduling of confirmation process based on status hearing.
Ho, Rocky	8/5/2002	0.9	\$475	\$427.50	Review and analyze debtor's proposed stipulation re: QF Capacity Appeal.
Ho, Rocky	8/15/2002	0.5	\$475	\$237.50	Review and respond to various committee correspondence / emails.
Ho, Rocky	8/21/2002	0.7	\$475	\$332.50	Review court hearing on express pre-emption appeal in District court.
Ho, Rocky	8/22/2002	0.6	\$475	\$285.00	Review and respond to various committee emails / inquiries re: plan alternative issues.
Ho, Rocky	8/30/2002	0.9	\$475	\$427.50	Review district court ruling overturning implied preemption.
<b>SubTotal: Ho, Rocky</b>		<b>4.1</b>		<b>\$1,947.50</b>	
Reiss, Freddie	8/14/2002	1	\$595	\$595.00	Read MOU.
<b>SubTotal: Reiss, Freddie</b>		<b>1</b>		<b>\$595.00</b>	
Young, Allison	8/7/2002	0.4	\$425	\$170.00	Review emails on regulatory proceedings.
<b>SubTotal: Young, Allison</b>		<b>0.4</b>		<b>\$170.00</b>	
<b>Total: Bankruptcy Reporting/Opera</b>		<b>5.5</b>		<b>\$2,712.50</b>	

**Task Code : Cash Flow Analysis**

Ho, Rocky	8/2/2002	1.1	\$475	\$522.50	Review debtor's Q2 capital expenditure report.
Ho, Rocky	8/6/2002	0.5	\$475	\$237.50	Review and respond to debtor's inquiries on Line 401 Capacity Pipeline Extension.
Ho, Rocky	8/22/2002	1.6	\$475	\$760.00	Review debtor's proposed Metcalf Fourth 230/115 Transformer Project.
Ho, Rocky	8/28/2002	0.7	\$475	\$332.50	Review and respond to debtor's proposed Metcalf capital expenditure project.
<b>SubTotal: Ho, Rocky</b>		<b>3.9</b>		<b>\$1,852.50</b>	

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/4/2002	0.8	\$595	\$476.00	Review PG&E cash flow, updated for changes thru 2002 and compare to cash balance projected for confirmation
<b>SubTotal:</b> Lumsden, Tom		0.8		\$476.00	
Young, Allison	8/9/2002	2.2	\$425	\$935.00	Reconcile cash in OCC POR to latest cash flow forecast received from PG&E.
<b>SubTotal:</b> Young, Allison		2.2		\$935.00	
<b>Total:</b> Cash Flow Analysis		6.9		\$3,263.50	

---

**Task Code : Claims Analysis**

---

Lumsden, Tom	8/4/2002	1.3	\$595	\$773.50	Review claims detail as updated by PG&E and compare to OCC plan details for treatment, including LC Bank application
Lumsden, Tom	8/23/2002	0.3	\$595	\$178.50	Telephone call with A. Young re results of claims meeting with PG&E.
<b>SubTotal:</b> Lumsden, Tom		1.6		\$952.00	
Sin, Theresa	8/13/2002	2.3	\$185	\$425.50	Review claims summary and search for J. Smurfit claim. Also check summary claims worksheet to changes made in detail.
Sin, Theresa	8/14/2002	1.2	\$185	\$222.00	Review Electric Power Procurement claims detail.
Sin, Theresa	8/22/2002	0.8	\$185	\$148.00	Review and organize claims detail to prep for Claims meeting.
Sin, Theresa	8/23/2002	1.2	\$185	\$222.00	Attend claims meetings at PGE.
<b>SubTotal:</b> Sin, Theresa		5.5		\$1,017.50	
Young, Allison	8/11/2002	0.7	\$425	\$297.50	Reconcile claims in OCC POR to latest claim detail from PG&E.
Young, Allison	8/11/2002	0.4	\$425	\$170.00	Review claim summary to respond to creditor question.
Young, Allison	8/21/2002	0.8	\$425	\$340.00	Review summaries of trade claims
Young, Allison	8/22/2002	0.9	\$425	\$382.50	Review claim details in preparation for meeting with PG&E.
Young, Allison	8/23/2002	2	\$425	\$850.00	Prepare for and attend meeting with PG&E personnel to discuss claims reconciliation/settlement process.
<b>SubTotal:</b> Young, Allison		4.8		\$2,040.00	
<b>Total:</b> Claims Analysis		11.9		\$4,009.50	

Professional	Date	Hours	Billing Rate	Fees	Description
--------------	------	-------	--------------	------	-------------

**Task Code : CPUC Plan of Reorganization**

Hamilton, Mike	8/9/2002	0.4	\$640	\$256.00	Creditors' Committee conference call with Jeff, Skip Chanin to go over model issues in the CPUC plan.
Hamilton, Mike	8/27/2002	1.1	\$640	\$704.00	Work on draft of response to Jim Lopes' questions on the CPUC plan.
Hamilton, Mike	8/27/2002	0.4	\$640	\$256.00	Participate in conference call with Milbank, Saybrook, CPUC, UBS, and Paul Weiss to discuss answers to Jim Lopes' questions on the Plan.

**SubTotal: Hamilton, Mike** 1.9 \$1,216.00

Ho, Rocky	8/16/2002	0.8	\$475	\$380.00	Review status update re: negotiations with CPUC on plan alternatives.
Ho, Rocky	8/26/2002	0.8	\$475	\$380.00	Review debtor's letter requesting financial information to alternative plan projections.

**SubTotal: Ho, Rocky** 1.6 \$760.00

Kitchin, Jennifer	8/27/2002	0.5	\$425	\$212.50	Review email comments on draft response to Debtor's questions.
Kitchin, Jennifer	8/27/2002	0.7	\$425	\$297.50	Review Debtor's preliminary questions re: OCC/CPUC Reorganization Agreement.
Kitchin, Jennifer	8/27/2002	0.2	\$425	\$85.00	Draft amendments to responses to Debtor's questions.
Kitchin, Jennifer	8/28/2002	0.8	\$425	\$340.00	Review 8/27 email revisions to response to Debtor's questions.
Kitchin, Jennifer	8/28/2002	0.2	\$425	\$85.00	Review financials supporting response to Debtor's questions.

**SubTotal: Kitchin, Jennifer** 2.4 \$1,020.00

Lumsden, Tom	8/5/2002	1	\$595	\$595.00	Participate in conference call with Chanin representatives and J. Wilson re proposed changes to CPUC plan structure.
Lumsden, Tom	8/9/2002	0.4	\$595	\$238.00	Telephone call with S. Victor at Chanin re rate agreement modeling
Lumsden, Tom	8/22/2002	0.8	\$595	\$476.00	Telephone calls with CPUC staff and response to questions and data requests supporting plan changes.
Lumsden, Tom	8/26/2002	1.3	\$595	\$773.50	Review letter from J. Lopes to coordinate reply on plan details. Review Plan and PG&E detail to draft reply.
Lumsden, Tom	8/26/2002	1.4	\$595	\$833.00	Draft reply to PG&E questions from J. Lopes for review by counsel and CPUC.
Lumsden, Tom	8/27/2002	1	\$595	\$595.00	Plan working group on draft of response to PG&E on questions on plan.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/27/2002	0.9	\$595	\$535.50	Prepare further edits to letter with CPUC comments.
Lumsden, Tom	8/27/2002	0.6	\$595	\$357.00	Draft supplement to memo responding to debtor questions.
Lumsden, Tom	8/28/2002	0.8	\$595	\$476.00	Format reply to CPUC with final input and comment from CPUC, Telephone call A. Kornberg and P. Aronzon re clarification of points, forward reply to P. Aronzon with Plan model and disclaimer for transmission to PG&E.
Lumsden, Tom	8/28/2002	2.6	\$595	\$1,547.00	Draft reply with CPUC input to fold into OCC reply to PG&E questions. Telephone calls with A. Kornberg, J. Lopes and P. Aronzon re same. Call with M. Hamilton re regulatory treatment. Format disclaimer and plan model for transmission to PG&E.
Lumsden, Tom	8/29/2002	2.7	\$595	\$1,606.50	Review amendments to CPUC plan and disclosure statement to incorporate changes associated with OCC amendments, compare impact of treatment and securities.
Lumsden, Tom	8/30/2002	3.2	\$595	\$1,904.00	Continue review of amendments and edits to CPUC plan and disclosure statement to incorporate treatment as proposed by OCC. Adjust OCC model for changes by CPUC. Review OCC letter to accompany plan.
<b>SubTotal: Lumsden, Tom</b>		<b>16.7</b>		<b>\$9,936.50</b>	
Reiss, Freddie	8/1/2002	2.2	\$595	\$1,309.00	Review financial models regarding CPUC and review update on Court status conference on Plan confirmation.
Reiss, Freddie	8/1/2002	3	\$595	\$1,785.00	Review financial models regarding CPUC and OCC plans.
Reiss, Freddie	8/2/2002	1	\$595	\$595.00	Update with counsel regarding CPUC rate agreement.
Reiss, Freddie	8/5/2002	1	\$595	\$595.00	Conference call regarding plan status and proposed changes to CPUC plan structure.
<b>SubTotal: Reiss, Freddie</b>		<b>7.2</b>		<b>\$4,284.00</b>	
<b>Total: CPUC Plan of Reorganizatio</b>		<b>29.8</b>		<b>\$17,216.50</b>	

**Task Code : CPUC Review**

Hamilton, Mike	8/23/2002	0.5	\$640	\$320.00	Listen to replay of the CPUC press conference.
<b>SubTotal: Hamilton, Mike</b>		<b>0.5</b>		<b>\$320.00</b>	
Kitchin, Jennifer	8/22/2002	1.4	\$425	\$595.00	Review CPUC 8/21 Gottstein Interim Order.
Kitchin, Jennifer	8/22/2002	1.2	\$425	\$510.00	Listen to CPUC Press Conference.
Kitchin, Jennifer	8/30/2002	0.4	\$425	\$170.00	Review CPUC website for latest filings.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
<b>SubTotal: Kitchin, Jennifer</b>		<b>3</b>		<b>\$1,275.00</b>	
Lumsden, Tom	8/26/2002	0.8	\$595	\$476.00	Review PG&E and OCC plan data re regulatory issues.
<b>SubTotal: Lumsden, Tom</b>		<b>0.8</b>		<b>\$476.00</b>	
Sin, Theresa	8/14/2002	3.2	\$185	\$592.00	Check with M. Neis on recent CPUC filings, review and summarize for group.
Sin, Theresa	8/15/2002	2	\$185	\$370.00	Read and summarize recent CPUC filings from GRC proceedings.
<b>SubTotal: Sin, Theresa</b>		<b>5.2</b>		<b>\$962.00</b>	
<b>Total: CPUC-Review</b>		<b>9.5</b>		<b>\$3,033.00</b>	

**Task Code : DWR Contracts/Analysis**

Ho, Rocky	8/1/2002	0.5	\$475	\$237.50	Review DWR renegotiated contracts with long term suppliers.
<b>SubTotal: Ho, Rocky</b>		<b>0.5</b>		<b>\$237.50</b>	
Kitchin, Jennifer	8/21/2002	0.7	\$425	\$297.50	Review DWR filings.
Kitchin, Jennifer	8/22/2002	0.2	\$425	\$85.00	Call with Navigant to discuss DWR contract model revisions.
Kitchin, Jennifer	8/22/2002	0.8	\$425	\$340.00	Review DWR filings.
Kitchin, Jennifer	8/23/2002	1.4	\$425	\$595.00	Analyze DWR Power Contract Model.
Kitchin, Jennifer	8/23/2002	0.4	\$425	\$170.00	Call with Navigant re: DWR Power Contract Modeling.
Kitchin, Jennifer	8/30/2002	0.7	\$425	\$297.50	Review DWR website for new filings re: Generation Litigation Settlements.
<b>SubTotal: Kitchin, Jennifer</b>		<b>4.2</b>		<b>\$1,785.00</b>	
Lumsden, Tom	8/20/2002	0.8	\$595	\$476.00	Telephone calls with L. Engel, P. Aronzon re DWR contract changes and updates, Plan B proposals and FERC changes.
Lumsden, Tom	8/20/2002	0.7	\$595	\$416.50	Review DWR update to Revenue Requirement, press reports on contract modifications, review contract file, assess impact to OCC and PG&E models
Lumsden, Tom	8/21/2002	1.5	\$595	\$892.50	Review DWR website update to Revenue Requirement for 2003 and evaluate methodology change on long and short term contract charges.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/28/2002	1	\$595	\$595.00	Review notes on FERC proceeding and impact on DWR revenue requirement, review DWR contracts file for parties indicated as modifying contracts, review DWR update to RR for 2003.
Lumsden, Tom	8/29/2002	1.4	\$595	\$833.00	Review DWR revenue requirement data on impact on FERC refunds and contract modifications and alternate allocation methodologies.
Lumsden, Tom	8/29/2002	0.4	\$595	\$238.00	Review FERC proceedings and impact on DWR revenue requirement and sensitivity to OCC model for PG&E.
Lumsden, Tom	8/30/2002	0.6	\$595	\$357.00	Review exhibits to DWR update to revenue requirement for 2003 to clarify allocation methodology treatment by DWR in this report.
<b>SubTotal: Lumsden, Tom</b>		<b>6.4</b>		<b>\$3,808.00</b>	
<b>Total: DWR Contracts/Analysis</b>		<b>11.1</b>		<b>\$5,830.50</b>	

**Task Code : Executory Contracts (QF)**

Ho, Rocky	8/5/2002	0.7	\$475	\$332.50	Review certain QF capacity payment arrangements - Bakerfield QFs.
Ho, Rocky	8/22/2002	1.3	\$475	\$617.50	Review and analyze draft Stipulation to DAI Oildale Agreement.
Ho, Rocky	8/25/2002	0.5	\$475	\$237.50	Respond to debtor regarding issues with Oildale stipulation.
<b>SubTotal: Ho, Rocky</b>		<b>2.5</b>		<b>\$1,187.50</b>	
<b>Total: Executory Contracts (QF)</b>		<b>2.5</b>		<b>\$1,187.50</b>	

**Task Code : Fee Application**

Dolan, Catherine	8/12/2002	1.9	\$55	\$104.50	Continue review of time detail for July.
Dolan, Catherine	8/12/2002	2.1	\$55	\$115.50	Start review of July time detail.
Dolan, Catherine	8/13/2002	1.4	\$55	\$77.00	Create expense summary.
Dolan, Catherine	8/13/2002	2.6	\$55	\$143.00	Review time detail for adequate disclosure.
Dolan, Catherine	8/19/2002	3.1	\$55	\$170.50	Review of fee application details.
Dolan, Catherine	8/19/2002	0.9	\$55	\$49.50	Review remaining time details for adequate disclosure and compliance to bankruptcy court guidelines.
Dolan, Catherine	8/21/2002	3.4	\$55	\$187.00	Complete expense summary.
Dolan, Catherine	8/21/2002	2.6	\$55	\$143.00	Make changes to cover letter.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Dolan, Catherine	8/26/2002	2.9	\$55	\$159.50	Review time detail to ensure time billed is in accordance with the Court allowance for compensable time and expenses.
Dolan, Catherine	8/26/2002	3.1	\$55	\$170.50	Review time detail summaries by staff and task code and prepare July's cover letter application.
Dolan, Catherine	8/27/2002	2.4	\$55	\$132.00	Make final corrections to cover letter and prepare for submittal after final review.
Dolan, Catherine	8/27/2002	2.6	\$55	\$143.00	Create and review exhibits for July's cover letter application.
<b>SubTotal: Dolan, Catherine</b>		<b>29</b>		<b>\$1,595.00</b>	
Lumsden, Tom	8/15/2002	0.6	\$595	\$357.00	Review PG&E fee statements and expenses for July.
<b>SubTotal: Lumsden, Tom</b>		<b>0.6</b>		<b>\$357.00</b>	
Sin, Theresa	8/23/2002	2.6	\$185	\$481.00	Review time and expense exhibits for monthly fee application.
Sin, Theresa	8/23/2002	1.6	\$185	\$296.00	Review and edit monthly cover letter.
<b>SubTotal: Sin, Theresa</b>		<b>4.2</b>		<b>\$777.00</b>	
Young, Allison	8/27/2002	2	\$425	\$850.00	Review fee application time and expenses details and tie to monthly cover letter application.
<b>SubTotal: Young, Allison</b>		<b>2</b>		<b>\$850.00</b>	
<b>Total: Fee Application</b>		<b>35.8</b>		<b>\$3,579.00</b>	

**Task Code : FERC Review**

Ho, Rocky	8/13/2002	0.8	\$475	\$380.00	Review FERC actions on possible violations of the Western Energy Markets.
Ho, Rocky	8/22/2002	2.1	\$475	\$997.50	Review draft papers on reasonableness of bilateral agreements prepared by debtor, CPUC and staff proposed findings.
Ho, Rocky	8/27/2002	1.2	\$475	\$570.00	Review FERC proceedings on bilateral agreements - testimony of debtor and cross examination by CPUC.
<b>SubTotal: Ho, Rocky</b>		<b>4.1</b>		<b>\$1,947.50</b>	
Kitchin, Jennifer	8/29/2002	0.6	\$425	\$255.00	Review FERC actions re: California Generator Litigation.
<b>SubTotal: Kitchin, Jennifer</b>		<b>0.6</b>		<b>\$255.00</b>	
Lumsden, Tom	8/13/2002	0.7	\$595	\$416.50	Review emails and FERC orders on natural gas pricing in California and Sec 206 investigations on PG&E and Enron.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/29/2002	0.8	\$595	\$476.00	Review FERC proceedings on wholesale contract sale refunds and PG&E bilateral contract developments.
<b>SubTotal: Lumsden, Tom</b>		<u>1.5</u>		<u>\$892.50</u>	
<b>Total: FERC Review</b>		<u>6.2</u>		<u>\$3,095.00</u>	

**Task Code : Financial Statement Modeling**

Hamilton, Mike	8/1/2002	1.4	\$640	\$896.00	Conference call with Chanin to go over financial models of creditors' proposal.
Hamilton, Mike	8/1/2002	1.6	\$640	\$1,024.00	Work on changes to model based on conference call.
Hamilton, Mike	8/2/2002	5.5	\$640	\$3,520.00	Work on OCC plan and model.
Hamilton, Mike	8/9/2002	0.6	\$640	\$384.00	Review financial model material to prepare for call with Chanin, et al.
Hamilton, Mike	8/20/2002	0.5	\$640	\$320.00	Review certain issues related to the model in preparation for a call to Chanin and CPUC staff.
<b>SubTotal: Hamilton, Mike</b>		<u>9.6</u>		<u>\$6,144.00</u>	
Kitchin, Jennifer	8/1/2002	2.9	\$425	\$1,232.50	Revise OCC plan model to incorporate Saybrook/Chanin conference call points.
Kitchin, Jennifer	8/2/2002	3.5	\$425	\$1,487.50	Review and edit OCC model revisions.
Kitchin, Jennifer	8/5/2002	2.7	\$425	\$1,147.50	OCC plan model revisions.
Kitchin, Jennifer	8/5/2002	0.6	\$425	\$255.00	Revise OCC model to send to Chanin.
Kitchin, Jennifer	8/6/2002	2.8	\$425	\$1,190.00	Implement changes to OCC plan model from call with OCC.
Kitchin, Jennifer	8/15/2002	3.1	\$425	\$1,317.50	Review and amend OCC plan model.
Kitchin, Jennifer	8/19/2002	0.7	\$425	\$297.50	Reassess load and source assumptions in OCC Model.
Kitchin, Jennifer	8/19/2002	3.2	\$425	\$1,360.00	Amend OCC model for changes to rate structure from CPUC comments.
Kitchin, Jennifer	8/19/2002	1.6	\$425	\$680.00	Explain amendments to OCC model.
Kitchin, Jennifer	8/20/2002	2.9	\$425	\$1,232.50	Prepare backup assumptions to OCC Model to send to CPUC.
Kitchin, Jennifer	8/20/2002	0.9	\$425	\$382.50	Prepare revisions to OCC model to send to Chanin.
<b>SubTotal: Kitchin, Jennifer</b>		<u>24.9</u>		<u>\$10,582.50</u>	



<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/2/2002	2.3	\$595	\$1,368.50	Review and edit detail support schedules of OCC plan model and compare to PG&E underlying support data, reconcile cash position, DWR payments, and URG amounts.
Lumsden, Tom	8/4/2002	0.9	\$595	\$535.50	Reconcile rate base detail for Generation assets with revenue treatment in OCC plan models.
Lumsden, Tom	8/8/2002	1.3	\$595	\$773.50	Work on changes to model for rate of return and generation rate headroom and reconciliations to PG&E.
Lumsden, Tom	8/9/2002	2.1	\$595	\$1,249.50	Work on modifications to modeling for OCC plan version, focusing on development of ACA account and reconciliation to PG&E 10Q for 6-30-02 data.
Lumsden, Tom	8/15/2002	0.4	\$595	\$238.00	Review treatment of LC bank class and options for credit support.
Lumsden, Tom	8/15/2002	2.6	\$595	\$1,547.00	Review OCC plan models and develop detail for DWR power pass thru for each year to link to 2002-2003 and forward DWR updates of revenue requirement.
Lumsden, Tom	8/22/2002	2.1	\$595	\$1,249.50	Format models for public information on generation costs, energy rates, and DWR revenue requirement for CPUC staff requests.
Lumsden, Tom	8/23/2002	0.2	\$595	\$119.00	Review plan model questions.
<b>SubTotal: Lumsden, Tom</b>		<b>11.9</b>		<b>\$7,080.50</b>	
Sin, Theresa	8/1/2002	2.3	\$185	\$425.50	Review FERC 1 forms and GRC filings for support used in Plan model.
Sin, Theresa	8/1/2002	3.4	\$185	\$629.00	Review and research data for Transmission sales portion of the model.
Sin, Theresa	8/1/2002	3.6	\$185	\$666.00	Compile data used to support OCC model.
<b>SubTotal: Sin, Theresa</b>		<b>9.3</b>		<b>\$1,720.50</b>	
Young, Allison	8/1/2002	0.8	\$425	\$340.00	Review and QC updates to OCC POR plan projections.
Young, Allison	8/5/2002	3.3	\$425	\$1,402.50	Review and QC updates to OCC POR model.
Young, Allison	8/6/2002	1.6	\$425	\$680.00	Review and update PG&E POR model.
Young, Allison	8/7/2002	2.4	\$425	\$1,020.00	Research public data for reasonableness of key assumptions in OCC POR model.
Young, Allison	8/8/2002	4.8	\$425	\$2,040.00	Reconcile headroom in generation rates to headroom/under earnings in T&D operations. Tie to income statement and PG&E POR earnings.
Young, Allison	8/8/2002	2.7	\$425	\$1,147.50	Review OCC POR model and calculate headroom in rates.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Young, Allison	8/8/2002	3.1	\$425	\$1,317.50	Build a bridge between the PG&E POR headroom in rates to the headroom in the OCC rates.
Young, Allison	8/9/2002	3.1	\$425	\$1,317.50	Update POR model for new assumptions.
Young, Allison	8/9/2002	3	\$425	\$1,275.00	Create analysis of ACA account amortization under OCC POR.
Young, Allison	8/12/2002	1.5	\$425	\$637.50	QC model and check formulas.
Young, Allison	8/12/2002	2.1	\$425	\$892.50	Update OCC POR with latest claims details.
<b>SubTotal: Young, Allison</b>		<b>28.4</b>		<b>\$12,070.00</b>	
<b>Total: Financial Statement Modelin</b>		<b>84.1</b>		<b>\$37,597.50</b>	

**Task Code : Financial Statements**

Kitchin, Jennifer	8/21/2002	1.1	\$425	\$467.50	Review Debtor's financial statements, CPUC filings and DWR filings to assist in answering CPUC questions re: OCC model.
<b>SubTotal: Kitchin, Jennifer</b>		<b>1.1</b>		<b>\$467.50</b>	
<b>Total: Financial Statements</b>		<b>1.1</b>		<b>\$467.50</b>	

**Task Code : General Committee Matters**

Hamilton, Mike	8/6/2002	1.5	\$640	\$960.00	Creditors' Committee conference call re status of OCC Plan
Hamilton, Mike	8/21/2002	1	\$640	\$640.00	Conference call with Committee members to bring them up to date on status of negotiations with the CPUC.
Hamilton, Mike	8/26/2002	0.5	\$640	\$320.00	Review OCC letter to unsecured creditors and send comments to Bob Moore.
<b>SubTotal: Hamilton, Mike</b>		<b>3</b>		<b>\$1,920.00</b>	
Kitchin, Jennifer	8/21/2002	1	\$425	\$425.00	Participate in conference call to update OCC plan agreement.
<b>SubTotal: Kitchin, Jennifer</b>		<b>1</b>		<b>\$425.00</b>	
Lumsden, Tom	8/26/2002	0.2	\$595	\$119.00	Telephone call with C. Strand re plan treatment re class claims.
<b>SubTotal: Lumsden, Tom</b>		<b>0.2</b>		<b>\$119.00</b>	
Reiss, Freddie	8/6/2002	1.5	\$595	\$892.50	Participate in call with OCC committee and counsel re OCC plan and rate agreement developments.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
<b>SubTotal: - Reiss, Freddie</b>		<b>1.5</b>		<b>\$892.50</b>	
Young, Allison	8/21/2002	0.6	\$425	\$255.00	Partial attendance on OCC conference call.
<b>SubTotal: Ycung, Allison</b>		<b>0.6</b>		<b>\$255.00</b>	
<b>Total: General Committee Matters</b>		<b>6.3</b>		<b>\$3,611.50</b>	

**Task Code : OCC Plan of Reorganization**

Hamilton, Mike	8/20/2002	1	\$640	\$640.00	Call with UBS, CPUC staff lawyer, the CPUC bankruptcy counsel, Milbank, and Saybrook to discuss where the plan stands and the design of the securities to be issued under the CPUC POR.
<b>SubTotal: Hamilton, Mike</b>		<b>1</b>		<b>\$640.00</b>	
Ho, Rocky	8/1/2002	1.1	\$475	\$522.50	Review revised financial projections on alternative POR.
Ho, Rocky	8/1/2002	1.5	\$475	\$712.50	Review and analyze draft rate agreement with CPUC.
Ho, Rocky	8/1/2002	1.2	\$475	\$570.00	Review draft POR term changes to disclosure statement.
Ho, Rocky	8/1/2002	0.8	\$475	\$380.00	Review and analyze economic issues re: confirmation matters.
Ho, Rocky	8/1/2002	0.7	\$475	\$332.50	Review draft term sheet of alternative POR.
Ho, Rocky	8/2/2002	0.9	\$475	\$427.50	Review capital assumption changes to alternative POR.
Ho, Rocky	8/5/2002	1.1	\$475	\$522.50	Review revised term sheet and draft POR changes on alternative plan.
Ho, Rocky	8/6/2002	0.6	\$475	\$285.00	Review blackline changes to alternative POR / DS.
Ho, Rocky	8/7/2002	0.4	\$475	\$190.00	Review and analyze blackline changes to term sheet.
Ho, Rocky	8/8/2002	1.1	\$475	\$522.50	Review blacklined reorganization agreement regarding alternative plan.
Ho, Rocky	8/9/2002	0.6	\$475	\$285.00	Review headroom assumption changes to alternative plan projections.
Ho, Rocky	8/12/2002	0.7	\$475	\$332.50	Review latest blackline changes to term sheet.
Ho, Rocky	8/13/2002	1.3	\$475	\$617.50	Review and analyze redlined POR, term sheet and reorganization agreement.
Ho, Rocky	8/15/2002	0.8	\$475	\$380.00	Review capital refinancing changes to alternative plan financial projections.
Ho, Rocky	8/20/2002	1.4	\$475	\$665.00	Review presentation material on alternative plan.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Ho, Rocky	8/21/2002	0.8	\$475	\$380.00	Review headroom and capital refinancing changes based on latest discussions on alternative plan.
Ho, Rocky	8/22/2002	1	\$475	\$475.00	Review CPUC Commission response to alternative plan - reorganization agreement vote.
Ho, Rocky	8/22/2002	1.2	\$475	\$570.00	Review final draft of term sheet and reorganization agreement with CPUC.
Ho, Rocky	8/26/2002	0.6	\$475	\$285.00	Review various committee member comments to draft supplemental Committee report re: alternative plan.
Ho, Rocky	8/26/2002	0.9	\$475	\$427.50	Review draft committee report re: alternative plan changes and possible resolicitation issues.
Ho, Rocky	8/28/2002	1.1	\$475	\$522.50	Review draft motion on resolicitation of votes based on alternative plan.
Ho, Rocky	8/29/2002	1.1	\$475	\$522.50	Review redline draft of latest amended plan and solicitation motion.
Ho, Rocky	8/29/2002	0.6	\$475	\$285.00	Review revised draft of Committee recommendation re: alternative plan.
<b>SubTotal: Ho, Rocky</b>		<b>21.5</b>		<b>\$10,212.50</b>	
Kitchin, Jennifer	8/1/2002	1.5	\$425	\$637.50	Review OCC model assumptions.
Kitchin, Jennifer	8/5/2002	1.1	\$425	\$467.50	Conference call with Chanin to review OCC plan model changes.
Kitchin, Jennifer	8/7/2002	0.9	\$425	\$382.50	Call with Chanin to explain assumptions underlying OCC plan model.
Kitchin, Jennifer	8/7/2002	0.4	\$425	\$170.00	Prepare OCC plan model to distribute to Chanin/CPUC.
Kitchin, Jennifer	8/7/2002	0.5	\$425	\$212.50	Review comments re: OCC plan model.
Kitchin, Jennifer	8/14/2002	1.3	\$425	\$552.50	Review revisions to Reorganization Agreement.
Kitchin, Jennifer	8/16/2002	1.3	\$425	\$552.50	Write up comments on review of Reorganization Agreement.
Kitchin, Jennifer	8/21/2002	1	\$425	\$425.00	Call with CPUC to discuss questions on OCC plan assumptions.
Kitchin, Jennifer	8/23/2002	1.2	\$425	\$510.00	Address CPUC questions on OCC POR.
Kitchin, Jennifer	8/26/2002	0.6	\$425	\$255.00	Review draft of Supplemental Report and Recommendations of the Committee re: CPUC/OCC Plan.
Kitchin, Jennifer	8/26/2002	0.2	\$425	\$85.00	Review OCC comments re: Supplemental Report et.al.
Kitchin, Jennifer	8/27/2002	0.4	\$425	\$170.00	Participate in conference call with OCC Professionals, Chanin, CPUC, UBS re: Debtor's preliminary questions.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Kitchin, Jennifer	8/29/2002	1.2	\$425	\$510.00	Review First Amended OCC/CPUC Plan & Joint Resolicitation Motion.
<b>SubTotal: Kitchin, Jennifer</b>		<b>11.6</b>		<b>\$4,930.00</b>	
Lumsden, Tom	8/2/2002	1.6	\$595	\$952.00	Review financial modeling associated with OCC plan modifications, propose changes to structure and recovery elements.
Lumsden, Tom	8/5/2002	1	\$595	\$595.00	Review CPUC and OCC models and prepare for call regarding changes and impacts to each model.
Lumsden, Tom	8/6/2002	0.4	\$595	\$238.00	Continue review of Plan models to assess potential for energy rate reduction, email comments.
Lumsden, Tom	8/6/2002	1.4	\$595	\$833.00	Review of latest OCC model version 6.8
Lumsden, Tom	8/7/2002	0.9	\$595	\$535.50	Prepare for and participate in conference call with Chanin representatives re details of OCC plan modeling and reconciliation to CPUC plan models.
Lumsden, Tom	8/13/2002	0.8	\$595	\$476.00	Review reorg agreement terms and impact.
Lumsden, Tom	8/13/2002	1.3	\$595	\$773.50	Review reorg agreement, term sheet and memo to committee on same.
Lumsden, Tom	8/14/2002	1.2	\$595	\$714.00	Review further changes and developments to Reorg Agreement and term sheet and assess impact on OCC plan models.
Lumsden, Tom	8/15/2002	0.3	\$595	\$178.50	Review detail of LC bank claims and segments.
Lumsden, Tom	8/15/2002	1.1	\$595	\$654.50	Research alternatives to ACA account balance, including rate base adjustments and rate changes.
Lumsden, Tom	8/15/2002	0.4	\$595	\$238.00	Review class 5 treatment and alternatives for PG&E, CPUC and OCC plan treatment.
Lumsden, Tom	8/16/2002	0.8	\$595	\$476.00	Review questions from CPUC and Chanin and OCC plan modeling.
Lumsden, Tom	8/20/2002	1	\$595	\$595.00	Conference call with UBS securities, CPUC representatives and P. Aronzon, J. Wilson, M. Hamilton and working group re structure of securities.
Lumsden, Tom	8/20/2002	1.2	\$595	\$714.00	Review OCC plan model version 6.17e and forward comments to J. Kitchin.
Lumsden, Tom	8/20/2002	1	\$595	\$595.00	Conference call with Chanin representatives re questions on securities structure and claims.
Lumsden, Tom	8/21/2002	1.2	\$595	\$714.00	Review plan schedules, term sheets and reorg agreement in preparation for call with Committee.
Lumsden, Tom	8/21/2002	1	\$595	\$595.00	Review updates to Reorg Agreement and impact on OCC-CPUC plan changes.
Lumsden, Tom	8/21/2002	0.9	\$595	\$535.50	Review terms sheets and edits to reorg agreement

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/27/2002	0.5	\$595	\$297.50	Reviews questions on reorg agreement and edits from working group.
Lumsden, Tom	8/27/2002	2.2	\$595	\$1,309.00	Review CPUC questions on model and impact on rates. Run sensitivity to changes to rates in model and impact on securities ratings.
Lumsden, Tom	8/27/2002	0.6	\$595	\$357.00	Review reorg agreement edits from J. Wilson, A. Young and J. Kitchin and draft responses.
<b>SubTotal: Lumsden, Tom</b>		<b>20.8</b>		<b>\$12,376.00</b>	
Reiss, Freddie	8/12/2002	2.5	\$595	\$1,487.50	Review re-organization agreements and update CPUC/OCC model.
Reiss, Freddie	8/14/2002	2.5	\$595	\$1,487.50	Review updated model and revised reorganization agreement.
Reiss, Freddie	8/19/2002	3.5	\$595	\$2,082.50	Read reorganization agreement with CPUC and review updated financial model.
Reiss, Freddie	8/21/2002	3	\$595	\$1,785.00	Review updates to reorganization agreement with PUC.
Reiss, Freddie	8/22/2002	1	\$595	\$595.00	Read final draft of Reorganization Agreement regarding CPUC.
<b>SubTotal: Reiss, Freddie</b>		<b>12.5</b>		<b>\$7,437.50</b>	
Young, Allison	8/6/2002	0.8	\$425	\$340.00	Respond to questions from CPUC on our POR model.
Young, Allison	8/13/2002	0.8	\$425	\$340.00	Review latest OCC POR document and provide feedback.
Young, Allison	8/15/2002	0.7	\$425	\$297.50	Review changes to OCC POR model.
Young, Allison	8/26/2002	1.3	\$425	\$552.50	Respond to PG&E questions on OCC POR.
Young, Allison	8/28/2002	0.6	\$425	\$255.00	Participate in call with Chanin to answer questions on PG&E POR.
<b>SubTotal: Young, Allison</b>		<b>4.2</b>		<b>\$1,785.00</b>	
<b>Total: OCC Plan of Reorganization</b>		<b>71.6</b>		<b>\$37,381.00</b>	

---

**Task Code : Plan of Reorganization/Negotiations**

---

Ho, Rocky	8/6/2002	0.8	\$475	\$380.00	Review regulatory update regarding debtor's plan process - NRC, FERC, BI-lateral.
<b>SubTotal: Ho, Rocky</b>		<b>0.8</b>		<b>\$380.00</b>	
Lumsden, Tom	8/1/2002	1	\$595	\$595.00	Attend Court status conference on Plan confirmation re discovery, confidentiality issues, experts, depositions, scheduling dates.

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
<b>SubTotal: Lumsden, Tom</b>		<b>1</b>		<b>\$595.00</b>	
<b>Total: Plan of Reorganization/Nego</b>		<b>1.8</b>		<b>\$975.00</b>	

**Task Code : Subcommittee Matters**

Hamilton, Mike	8/7/2002	0.5	\$640	\$320.00	Conference call with Chanin, and J. Wilson to discuss model issues for the CPUC plan. (partial attendance)
Hamilton, Mike	8/8/2002	1.6	\$640	\$1,024.00	Conference call with regard to CPUC Plan and changes thereto.
Hamilton, Mike	8/8/2002	1.4	\$640	\$896.00	Telephone calls with the professionals and then to Chanin to discuss model - related to issues in the CPUC plan.
Hamilton, Mike	8/8/2002	1	\$640	\$640.00	Conference call with Chanin to discuss their issues related to the ACA account.
Hamilton, Mike	8/20/2002	1	\$640	\$640.00	Call with professionals, Chanin, and CPUC to discuss differences in OCC and CPUC model.
<b>SubTotal: Hamilton, Mike</b>		<b>5.5</b>		<b>\$3,520.00</b>	

Kitchin, Jennifer	8/1/2002	2.6	\$425	\$1,105.00	Prepare for and attend conference call with Saybrook, Chanin to discuss OCC plan model and terms.
Kitchin, Jennifer	8/2/2002	3.4	\$425	\$1,445.00	Meet with Saybrook to review OCC plan terms, model revisions.
Kitchin, Jennifer	8/2/2002	1.1	\$425	\$467.50	Conference call with Chanin and Saybrook re: OCC model revisions.
Kitchin, Jennifer	8/5/2002	0.4	\$425	\$170.00	Call with Saybrook to discuss OCC plan structuring alternatives.
Kitchin, Jennifer	8/13/2002	2.4	\$425	\$1,020.00	Review draft of Reorganization Agreement and give comments to Milbank, Tweed.
Kitchin, Jennifer	8/19/2002	0.8	\$425	\$340.00	Call with Saybrook to discuss CPUC reorganization scenarios.
Kitchin, Jennifer	8/19/2002	0.4	\$425	\$170.00	Call with Saybrook to discuss presentation to CPUC.
Kitchin, Jennifer	8/20/2002	0.4	\$425	\$170.00	Discuss CPUC questions arising from conference call.
Kitchin, Jennifer	8/20/2002	1.1	\$425	\$467.50	Follow-up call with Milbank, Tweed re: issues on Capital Structure of OCC Plan.
<b>SubTotal: Kitchin, Jennifer</b>		<b>12.6</b>		<b>\$5,355.00</b>	

Lumsden, Tom	8/1/2002	2.6	\$595	\$1,547.00	Prepare for and attend conference call with S. Victor, G. Lee, J. Garcia of Chanin and J. Wilson of Saybrook re OCC modeling for modifications to CPUC plan.
--------------	----------	-----	-------	------------	--

<i>Professional</i>	<i>Date</i>	<i>Hours</i>	<i>Billing Rate</i>	<i>Fees</i>	<i>Description</i>
Lumsden, Tom	8/2/2002	1.1	\$595	\$654.50	Conference call with Chanin representatives with J. Wilson of Saybrook and J. Kitchin re claims, securities and rate base.
Lumsden, Tom	8/5/2002	0.3	\$595	\$178.50	Call with J. Wilson re plan models and rates for securities.
Lumsden, Tom	8/5/2002	1.1	\$595	\$654.50	Participate in conference call with OCC professionals (P. Aronzon, J. Wilson, et al) re OCC plan alternative terms and results
Lumsden, Tom	8/6/2002	0.5	\$595	\$297.50	Telephone call with J. Wilson re changes to rate agreement structure
Lumsden, Tom	8/8/2002	1.2	\$595	\$714.00	Work on rate agreement models with Saybrook representatives and model impact on OCC plan models
Lumsden, Tom	8/8/2002	0.9	\$595	\$535.50	Conference call with Milbank, Saybrook and PwC representatives on ACA model approach and rate agreement.
Lumsden, Tom	8/8/2002	1.4	\$595	\$833.00	Participate in conference call with OCC working group on plan development.
Lumsden, Tom	8/9/2002	1.1	\$595	\$654.50	Telephone calls with P. Aronzon, J. Wilson and A. Young re discussion of rate agreement treatment during this review.
Lumsden, Tom	8/20/2002	0.9	\$595	\$535.50	Telephone calls with J. Wilson and P. Aronzon re OCC plan model results, securities structure and reorg agreement terms.
Lumsden, Tom	8/22/2002	0.3	\$595	\$178.50	Telephone call with P. Aronzon re CPUC staff requests and delivery of public information supporting plan assumptions.
<b>SubTotal: Lumsden, Tom</b>		<b>11.4</b>		<b>\$6,783.00</b>	
Young, Allison	8/9/2002	1.1	\$425	\$467.50	Telephone calls with P. Aronzon, J. Wilson and A. Young re discussion of rate agreement treatment during this review.
<b>SubTotal: Young, Allison</b>		<b>1.1</b>		<b>\$467.50</b>	
<b>Total: Subcommittee Matters</b>		<b>30.6</b>		<b>\$16,125.50</b>	
<b>Task Code : Travel Time</b>					
Reiss, Freddie	8/1/2002	1.5	\$595	\$892.50	Travel to Los Angeles.
<b>SubTotal: Reiss, Freddie</b>		<b>1.5</b>		<b>\$892.50</b>	
<b>Total: Travel Time</b>		<b>1.5</b>		<b>\$892.50</b>	



Professional	Date	Hours	Billing Rate	Fees	Description
--------------	------	-------	--------------	------	-------------

Total Project:

316.2

\$140,977.50

*Pacific Gas and Electric**Detail of Expenses**August 1, 2002 through August 31, 2002*

<i>Name</i>	<i>Date</i>	<i>Category</i>	<i>Amount</i>	<i>Description</i>
Hamilton, Mike	8/1/2002	Business Meals & Entertainment	\$6 25	Breakfast while out of town.
Hamilton, Mike	8/1/2002	Business Meals & Entertainment	\$54.79	Dinner while out of town.
Hamilton, Mike	8/1/2002	Lodging	\$646.38	Hotel in San Francisco
Hamilton, Mike	8/2/2002	Business Meals & Entertainment	\$6 50	Breakfast while traveling.
Hamilton, Mike	8/2/2002	Sundry	\$3 00	Tips at hotel
Hamilton, Mike	8/2/2002	Transportation	\$829.60	Airfare - San Francisco to New York JFK
Hamilton, Mike	8/2/2002	Transportation	\$103.53	Car - JFK Airport to apartment
Hamilton, Mike	8/2/2002	Transportation	\$37.00	Cab - hotel to San Francisco Airport
Ho, Rocky	8/13/2002	Sundry	\$39.06	Catering - snacks and drinks for PGE Meeting w/attorneys.
Kitchin, Jennifer	8/5/2002	Sundry	\$56.78	Business phone calls from hotel.
Kitchin, Jennifer	8/6/2002	Sundry	\$64.07	Business phone calls from hotel.
Kitchin, Jennifer	8/7/2002	Sundry	\$72.60	Business phone calls from hotel.
Kitchin, Jennifer	8/8/2002	Business Meals & Entertainment	\$9.61	Working dinner.
Kitchin, Jennifer	8/8/2002	Sundry	\$8.45	Business phone calls from hotel.
Lumsden, Tom	5/21/2002	Sundry	\$80.00	Court Hearing call though court system.
Lumsden, Tom	6/11/2002	Sundry	\$163.00	Cell phone charges for bankruptcy (total bill \$447)
Lumsden, Tom	7/23/2002	Transportation	\$50.00	Airfare - SFO to LAX
Lumsden, Tom	8/1/2002	Sundry	\$502.60	Catered lunch - Committee meeting
Lumsden, Tom	8/7/2002	Sundry	\$118.00	Business phone calls from hotel.
Lumsden, Tom	8/11/2002	Sundry	\$187.00	Cell phone charges for bankruptcy (total bill \$326.3)
PricewaterhouseCoopers	6/28/2002	Sundry	\$1,105.35	Pitney Bowes Management Service Bills #4036705 for copying fees for May monthly fee application.
PricewaterhouseCoopers	7/26/2002	Sundry	\$1,221.19	Pitney Bowes Management Service Bills #4057805 for copying fees for Seventh Supplemental Declaration of T. Lumsden.

Name	Date	Category	Amount	Description
PricewaterhouseCoopers	7/30/2002	Sundry	\$1,294.01	Pitney Bowes Management Service Bills #4057805 for copying fees for June monthly fee application.
PricewaterhouseCoopers	8/29/2002	Sundry	\$1,301.50	Pitney Bowes Management Service Bills #4080968 for copying fees for July monthly fee application.
Reiss, Freddie	7/25/2002	Transportation	\$25.00	AMEX travel fee - UA #0167292965701-roundtrip LAX/SFO-07/31/02
Young, Allison	8/11/2002	Sundry	\$32.77	Cell phone charges.
			<u>\$8,018.04</u>	

## PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF SAN FRANCISCO

I am employed in the County of San Francisco, State of California. I am over the age of 18 and not a party to the within action; my business address is 199 Fremont Street, 8<sup>th</sup> Floor, San Francisco, California.

On September 30, 2002, I served on the parties listed on the attached Service List, the foregoing document(s) described as:

**PRICEWATERHOUSECOOPERS LLP/FTI CONSULTING INC. COVER SHEET  
APPLICATION FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR AUGUST 1, 2002 TO AUGUST 31, 2002**

X by placing the \_\_ original X a true copy thereof enclosed in sealed envelopes addressed as stated on the attached service list:

**(BY UPS OVERNIGHT DELIVERY)**

X Following ordinary business practices at the San Francisco office of PricewaterhouseCoopers LLP, I placed the sealed envelope(s) for collection and mailing with Federal Express on that same day. I am readily familiar with the firm's practice for collection and processing of correspondence for mailing. Under that practice, such correspondence would be deposited with Federal Express on that same day, with postage thereon fully prepaid at San Francisco, California, in the ordinary course of business.

— (FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on September 30, 2002 San Francisco, California.

Catherine Dolan  
Type or Print Name

Catherine Dolan  
Signature

**Proof of Service by UPS Next Day Air**

James L. Lopes, Esq.

Howard, Rice, Nemerovski, Canady, Falk & Rabkin

Three Embarcadero Center, 7<sup>th</sup> Floor

San Francisco, CA 94111-4065

[Counsel to Debtor]

Office of the U.S. Trustee

Attn: Stephen Johnson

250 Montgomery Street, Suite 1000

San Francisco, CA 94104-3401

Robert Jay Moore

Paul S. Aronzon

Milbank, Tweed, Hadley & McCloy LLP

601 South Figueroa Street

Los Angeles, CA 90017

[Counsel for Official Committee of Unsecured Creditors]

## PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF SAN FRANCISCO

I am employed in the County of San Francisco, State of California. I am over the age of 18 and not a party to the within action; my business address is 199 Fremont Street, 8<sup>th</sup> Floor, San Francisco, California.

On September 30, 2002, I served on the parties listed on the attached Service List, the foregoing document(s) without exhibits described as:

**PRICEWATERHOUSECOOPERS LLP/FTI CONSULTING INC. COVER SHEET  
APPLICATION FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR AUGUST 1, 2002 TO AUGUST 31, 2002**

X by placing the \_\_ original X a true copy thereof enclosed in sealed envelopes addressed as stated on the attached service list:

(BY MAIL)

X Following ordinary business practices at the San Francisco office of PricewaterhouseCoopers LLP, I placed the sealed envelope(s) for collection and mailing with the United States Postal Service on that same day. I am readily familiar with the firm's practice for collection and processing of correspondence for mailing. Under that practice, such correspondence would be deposited with the United States Postal Service on that same day, with postage thereon fully prepaid at San Francisco, California, in the ordinary course of business.

— (FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on September 30, 2002 San Francisco, California.

Catherine Dolan  
Type or Print Name

  
Signature